

<b>UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY</b>	
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<b>JONES DAY</b> Gregory M. Gordon, Esq. Brad B. Erens, Esq. Dan B. Prieto, Esq. Amanda Rush, Esq. 2727 N. Harwood Street Dallas, Texas 75201 Telephone: (214) 220-3939 Facsimile: (214) 969-5100 gmgordon@jonesday.com bberens@jonesday.com dbprieto@jonesday.com asrush@jonesday.com (Admitted <i>pro hac vice</i> )	<b>WEIL, GOTSHAL &amp; MANGES LLP</b> Diane Sullivan, Esq. Ronit Berkovich, Esq. Theodore Tsekerides, Esq. Matthew P. Goren, Esq. 767 Fifth Avenue New York, NY 10153 Telephone: (212) 310-8000 Facsimile: (212) 310-8007 Diane.Sullivan@weil.com Ronit.Berkovich@weil.com Theodore.Tsekerides@weil.com Matthew.Goren@weil.com
<i>PROPOSED ATTORNEYS FOR DEBTOR</i>	<i>PROPOSED SPECIAL COUNSEL FOR DEBTOR</i>
In re:  LTL MANAGEMENT LLC, <sup>1</sup>  Debtor.	Chapter 11  Case No.: 23-12825 (MBK)  Judge: Michael B. Kaplan

**ORDER AUTHORIZING RETENTION OF  
WEIL, GOTSHAL & MANGES LLP AS THE DEBTOR'S SPECIAL COUNSEL**

The relief set forth on the following pages is hereby **ORDERED**.

<sup>1</sup> The last four digits of the Debtor's taxpayer identification number are 6622. The Debtor's address is 501 George Street, New Brunswick, New Jersey 08933.

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Debtor: LTL Management LLC

Case No. 23-12825-MBK

Caption: Order Authorizing Retention of Weil, Gotshal & Manges LLP as the Debtor's Special Counsel

Upon the applicant's, LTL Management LLC's (the "Debtor" or "LTL Management"),<sup>2</sup> request for authorization to retain Weil, Gotshal & Manges LLP ("Weil") as special counsel to the Debtor in the above-captioned case, *nunc pro tunc* to April 4, 2023 [Dkt. [●]] (the "Application"); the Court having considered the Application and the Certification of Ronit J. Berkovich in Support of Application for Retention of Weil, Gotshal & Manges LLP as Special Counsel to the Debtor as of April 4, 2023 (the "Certification"), it is hereby **ORDERED**:

1. The Debtor is authorized to retain Weil in the professional capacity noticed in the Application. The professional's address is:  
Weil, Gotshal & Manges LLP  
767 Fifth Avenue  
New York, New York 10153
2. Pursuant to section 327(e) of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016, and Local Bankruptcy Rules 2014-1 and 2016-1, the Debtor is authorized to employ and retain Weil as its Special Counsel in the Chapter 11 Case, effective as of the Petition Date, April 4, 2023.
3. Weil shall file monthly, interim, and final fee requests for allowance of compensation and reimbursement of expenses pursuant to the procedures set forth in Sections 330 and 331 of the Bankruptcy Code, applicable Bankruptcy Rules and the Local Bankruptcy Rules, the U.S. Trustee Guidelines (as defined below), and any other applicable procedures and orders of this Court, including any order approving interim compensation procedures. The rights of any party in interest to object to any such fee request, and the right of Weil to respond to any such objection, are fully preserved.
4. Notwithstanding anything to the contrary in the Application and the Certification, all parties-in-interest have the right to object to any allocation of fees and expenses as between the Debtor and J&J and/or any non-Debtor affiliates.
5. Weil shall bill only 50% for its services for non-working travel.
6. Weil shall not seek reimbursement of any fees or costs, including attorney fees and costs, arising

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<sup>2</sup> Capitalized terms used herein but not defined shall have the meaning given to such terms in the Application.

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from the defense of any of Weil's fee applications in this case.

7. Weil will agree to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the "U.S. Trustee Guidelines"). The rights of any party in interest to seek information from Weil, including with respect to the Application, fee requests or any other matter or adversary proceeding arising in the case, are fully preserved.
8. Weil shall provide any and all monthly fee statements, interim fee applications, and final fee applications in "LEDES" format to the U.S. Trustee.
9. Notwithstanding anything to the contrary in the Application or the Certification, following the entry of this Order, Weil is not authorized to provide advice to J&J regarding the Debtor's Chapter 11 Case on issues that are unrelated to the Imerys Case and/or the Cyprus Case.
10. If the professional requested a waiver as noted below, it is ☐ Granted ☐ Denied.  
  
☐ Waiver, under D.N.J. LBR 2014-2(b), of the requirements of D.N.J. LBR 2016-1.  
  
☐ Waiver, under D.N.J. LBR 2014-3, of the requirements of D.N.J. LBR 2016-1 in a chapter 13 case. Payment to the professional may only be made after satisfactory completion of services.
11. The effective date of retention and employment is April 4, 2023.